

Fill in this information to identify your case:

United States Bankruptcy Court for the:

NORTHERN DISTRICT OF TEXAS

Case number (if known) Chapter 7

☐ Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

06/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name	ACM Fatz VII LLC	
2. All other names debtor used in the last 8 years Include any assumed names, trade names and doing business as names	Fatz Cafe Cafe Holdings Corp Cafe Enterprises ACM Fatz VII LLC purchased Fatz Cafe out of Ch 11 18-05837	
3. Debtor's federal Employer Identification Number (EIN)	83-2280995	
4. Debtor's address	Principal place of business 500 East State Highway 114 Suite 300 Southlake, TX 76092 Number, Street, City, State & ZIP Code Tarrant County	Mailing address, if different from principal place of business P.O. Box, Number, Street, City, State & ZIP Code Location of principal assets, if different from principal place of business Number, Street, City, State & ZIP Code
5. Debtor's website (URL)	Fatz.com	
6. Type of debtor	<input checked="" type="checkbox"/> Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP)) <input type="checkbox"/> Partnership (excluding LLP) <input type="checkbox"/> Other. Specify:	

Debtor **ACM Fatz VII LLC**
Name

Case number (if known)

7. Describe debtor's business A. Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☒ None of the above

B. Check all that apply

- ☐ Tax-exempt entity (as described in 26 U.S.C. §501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

7225**8. Under which chapter of the Bankruptcy Code is the debtor filing?**

Check one:

- ☒ Chapter 7
- ☐ Chapter 9
- ☐ Chapter 11. Check **all** that apply:

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11**. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**

- ☒ No.
- ☐ Yes.

If more than 2 cases, attach a separate list.

District	_____	When	_____	Case number	_____
District	_____	When	_____	Case number	_____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

- ☒ No
- ☐ Yes.

Debtor **ACM Fatz VII LLC** Case number (if known) _____
Name

List all cases. If more than 1,
attach a separate list

Debtor _____ Relationship _____
District _____ When _____ Case number, if known _____

11. Why is the case filed in this district?

Check all that apply:

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

- ☐ No
- ☒ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

- ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____
- ☐ It needs to be physically secured or protected from the weather.
- ☒ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
- ☐ Other _____

Where is the property?

SEE ATTACHED

Number, Street, City, State & ZIP Code

Is the property insured?

- ☐ No
- ☒ Yes. Insurance agency **SEE SCHEDULE G**
Contact name _____
Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

- ☐ Funds will be available for distribution to unsecured creditors.
- ☒ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors

- | | | |
|---|--|--|
| <input type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input type="checkbox"/> 50-99 | <input type="checkbox"/> 5001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input checked="" type="checkbox"/> 200-999 | | |

15. Estimated Assets

- | | | |
|--|--|--|
| <input type="checkbox"/> \$0 - \$50,000 | <input checked="" type="checkbox"/> \$1,000,001 - \$10 million | <input type="checkbox"/> \$500,000,001 - \$1 billion |
| <input type="checkbox"/> \$50,001 - \$100,000 | <input type="checkbox"/> \$10,000,001 - \$50 million | <input type="checkbox"/> \$1,000,000,001 - \$10 billion |
| <input type="checkbox"/> \$100,001 - \$500,000 | <input type="checkbox"/> \$50,000,001 - \$100 million | <input type="checkbox"/> \$10,000,000,001 - \$50 billion |
| <input type="checkbox"/> \$500,001 - \$1 million | <input type="checkbox"/> \$100,000,001 - \$500 million | <input type="checkbox"/> More than \$50 billion |

16. Estimated liabilities

- | | | |
|--|--|--|
| <input type="checkbox"/> \$0 - \$50,000 | <input checked="" type="checkbox"/> \$1,000,001 - \$10 million | <input type="checkbox"/> \$500,000,001 - \$1 billion |
| <input type="checkbox"/> \$50,001 - \$100,000 | <input type="checkbox"/> \$10,000,001 - \$50 million | <input type="checkbox"/> \$1,000,000,001 - \$10 billion |
| <input type="checkbox"/> \$100,001 - \$500,000 | <input type="checkbox"/> \$50,000,001 - \$100 million | <input type="checkbox"/> \$10,000,000,001 - \$50 billion |
| <input type="checkbox"/> \$500,001 - \$1 million | <input type="checkbox"/> \$100,000,001 - \$500 million | <input type="checkbox"/> More than \$50 billion |

Debtor **ACM Fatz VII LLC**
Name

Case number (if known)

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 08/25/2023
MM / DD / YYYY

X

Signature of authorized representative of debtor

Title **CEO of Debtor**

Azam Malik

Printed name

18. Signature of attorney

X

/s/ Trinitee G. Green

Signature of attorney for debtor

Date 08/25/2023

MM / DD / YYYY

Trinitee G. Green

Printed name

Polsinelli PC

Firm name

2950 N. Harwood

Suite 2100

Dallas, TX 75201

Number, Street, City, State & ZIP Code

Contact phone **(214) 397-0030**

Email address **tggreen@polsinelli.com**

24081320 TX

Bar number and State

Fill in this information to identify the case:

Debtor name ACM Fatz VII LLC

United States Bankruptcy Court for the: NORTHERN DISTRICT OF TEXAS

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☒ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☒ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☒ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☒ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☒ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended Schedule
- ☐ Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
- ☐ Other document that requires a declaration _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on

08/25/2023

x

Azam Malik
Signature of individual signing on behalf of debtor

Azam Malik

Printed name

CEO of Debtor

Position or relationship to debtor

ACM FATZ VII LLC d/b/a Fatz Café Consent Resolution

The undersigned, being the Board of Managers (the “**Board**”) and holders of 100% of the membership interests in ACM FATZ VII LLC d/b/a Fatz Café (the “**Company**”), a limited liability company created under the Delaware Limited Liability Company Act (the “**Act**”), acting pursuant to Section 18-404(d) of the Act and Section 5.1 of the Company’s Amended and Restated Operating Agreement of ACM FATZ VII LLC, dated as of November 13, 2018 (the “**Operating Agreement**”) and that certain Equity Sale Agreement, dated December 9, 2022, between ACM Fatz VII Inc., as seller (“**Seller**”), and Aslam Khan, as purchaser (“**Purchaser**”), pursuant to which Purchaser (i) acquired Seller’s interest in the Company, including 600 units, or 60% of the total units (the “**Purchased Units**”) issued by the Company and (ii) agreed to be bound by the terms of the Operating Agreement and to succeed to, and affirmatively assume, all other obligations of the Seller with respect to the Purchased Units under the Operating Agreement, hereby adopt the resolutions set forth below by signing their written consents hereto in lieu of a meeting, and hereby direct that this written consent be filed with the minutes of the proceedings of the Board.

WHEREAS, the Board has considered presentations by management and legal advisors of the Company regarding the liabilities and liquidation situation of the Company, the strategic alternatives to it, and the effect of the foregoing on the Company’s business; and

WHEREAS, the Board has had the opportunity to consult with the management and the financial and legal advisors of the Company to fully consider each strategic alternative available to the Company.

NOW, THEREFORE, IT IS

RESOLVED, that in the judgment of the Board, it is desirable and in the best interests of the Company, and other parties in interest, that the Company file or cause to be filed a voluntary petition for relief under the provisions of Chapter 7 of Title 11 of the United States Code;

RESOLVED that pursuant to Section 5.2(iii) of the Operating Agreement, Azam Malik, as President of the Company, Jill Filipiak as Chief Financial Officer and such other officers as may be designated by the President (collectively, the “**Authorized Officers**”), acting alone or with one or more other Authorized Officers, be, and hereby is, authorized and empowered to execute and file on behalf of the Company the petition, schedules, lists and other papers or documents, and to take any and all action that they deem necessary or proper to obtain such relief;

RESOLVED that, pursuant to Section 5.2(iii) of the Operating Agreement, each of the Authorized Officers, acting alone or with one or more other Authorized Officers, be, and hereby is, authorized and directed to continue to employ the law firm of Polsinelli PC as counsel to represent and assist the Company in carrying out its duties under Title 11 of the United States Code, and to take any and all actions to advance the Company’s rights and obligations, including filing any pleadings; and in connection therewith, each of the Authorized Officers, acting alone or with one or more other Authorized Officers, be, and hereby is, authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to and immediately upon filing of the Chapter 7 case;

RESOLVED that each of the Authorized Officers, acting alone or with one or more other Authorized Officers, be, and hereby is, authorized and empowered for, in the name of and on behalf of the Company to take or cause to be taken any and all such other and further action, and to execute, acknowledge, deliver, and file any and all such instruments as each, in his or her discretion, may deem necessary or advisable in order to carry out the purpose and intent of the foregoing resolutions;

RESOLVED that all acts, actions, and transactions relating to the matters contemplated by the foregoing resolutions done in the name of and on behalf of the Company, which acts would have been approved by the foregoing resolutions except that such acts were taken before these resolutions were certified, are hereby in all respects approved and ratified.

IN WITNESS WHEREOF the undersigned has executed this certificate on this 23rd day of August, 2023.



Aslam Khan



FALCON HOLDINGS MANAGEMENT LLC, a
Delaware limited liability company
Aslam Khan

Petition #12 Attachment

Combined	Loc #	Unit Name	Address	City	State	Zip	County	Phone
Location # 0007, Greenwood, SC	0007	Greenwood	1302 Montague Ave. Ext.	Greenwood	SC	29649	Greenwood	864-229-3711
Location # 0012, Greer, SC	0012	Greer	1361 W. Wade Hampton Blvd. Ste. A	Greer	SC	29650	Greenville	864-801-9782
Location # 0014, Orangeburg, SC	0014	Orangeburg	3575 St. Matthews Rd.	Orangeburg	SC	29118	Orangeburg	803-534-8000
Location # 0015, Asheville, NC	0015	Asheville	5 Spartan Ave.	Asheville	NC	28806	Buncombe	828-665-9950
Location # 0016, Shelby, NC	0016	Shelby	1235 E. Dixon Blvd.	Shelby	NC	28152	Cleveland	704-482-8116
Location # 0018, Lexington, SC	0018	Lexington	942 East Main Street	Lexington	SC	29072	Lexington	803-808-1905
Location # 0022, Morganton, NC	0022	Morganton	2111 S. Sterling Street	Morganton	NC	28655	Burke	828-430-9766
Location # 0023, Greeneville, TN	0023	Greeneville	3140 E. Andrew Johnson Hwy.	Greeneville	TN	37745	Greene	423-787-9090
Location # 0024, Lincolnton, NC	0024	Lincolnton	1430 E. Main St.	Lincolnton	NC	28092	Lincoln	704-732-7155
Location # 0025, Florence, SC	0025	Florence	2007 W. Lucas St.	Florence	SC	29501	Florence	843-413-9186
Location # 0027, Rock Hill, SC	0027	Rock Hill	478 S. Herlong Ave.	Rock Hill	SC	29732	York	803-980-6500
Location # 0034, Elizabethton, TN	0034	Elizabethton	980 Over Mountain Dr.	Elizabethton	TN	37643	Carter	423-547-0001
Location # 0037, Kingsport, TN	0037	Kingsport	2610 W. Stone Dr.	Kingsport	TN	37660	Sullivan	423-392-9885
Location # 0038, Camden, SC	0038	Camden	212 Wall Street	Camden	SC	29020	Kershaw	803-432-3439
Location # 0039, Clinton, SC	0039	Clinton	179 East Corporate Center Dr.	Clinton	SC	29325	Laurens	864-833-5280
Location # 0043, Dublin, VA	0043	Dublin, VA	4586 Alexander Farm Rd.	Dublin	VA	24084	Pulaski	540-674-8046
Location # 0045, Jasper, GA	0045	Jasper	800 Noah Avenue	Jasper	GA	30143	Pickens	706-692-0003
Location # 0049, Franklin, NC	0049	Franklin	107 Sawmill Village Lane	Franklin	NC	28734	Macon	828-524-5265
Location # 0050, Lenoir, NC	0050	Lenoir	975 Blowing Rock Blvd. NW	Lenior	NC	28645	Caldwell	828-758-6190